

VISIT...

LANZAROTE
Caliente.COM

SECRET INVASION™

MARVEL
34 .com

GAGE
CHEN
FLOREA
RAMOS

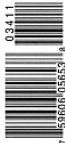
WAR MACHINE

WEAPON OF S.H.I.E.L.D.
DIRECTOR OF S.H.I.E.L.D.



DIRECT EDITION

RATED T+



\$2.99 US \$3.50 CAN

WWW.MARVEL.COM

When billionaire industrialist Tony Stark dons sophisticated steel-mesh armor of his own design, he becomes a living high-tech weapon – the world's greatest human fighting machine!

James "Rhodey" Rhodes has been many things – a Marine, a pilot, and Tony Stark's best friend. When Stark can no longer fight on as Iron Man, Rhodey dons his own suit of armor – one with the power of an entire army in the hands of one man!

THE INVINCIBLE
IRON MAN

WAR
MACHINE

SECRET INVASION



For months, the shape-shifting aliens known as the Skrulls have replaced key figures in the human and superhuman communities. After sowing the seeds of fear and paranoia, the Skrulls are ready to claim Earth for themselves. They lure the Avengers to the prehistoric Savage Land...and strike Iron Man with an alien virus that disables not only his armor, but every piece of technology designed by Stark throughout the world!

Meanwhile, War Machine – who has been training the super heroes of tomorrow at the Initiative's Camp Hammond in Stamford, Connecticut – receives a coded message from Tony with directions to a secret satellite still in operation. There, Rhodey finds former Force Works member Suzi Endo, a.k.a. Cybermancer, who was also contacted by Tony. The duo is then attacked by a Skrull fleet...and Suzi shows Rhodey how to transform the entire satellite into a giant War Machine!

Writer
Christopher Y. Case

Penciler
Sean Chen

Inkers
Sandro Florea

Colorist
Jay David Ramos

Letterer
Vic S. Jinx
Caramazza

Cover Art
Rui Granov

Production
Anthony DiIa

Asst. Editor
Lauren Henry

Editor
Bill Rosemann

Editor in Chief
Joe Quesada

Publisher
Dan Buckley

IRON MAN: DIRECTOR OF S.H.I.E.L.D. (ISSN #1093-0829) No. 34, December, 2008. Published Monthly by MARVEL PUBLISHING, INC., a subsidiary of MARVEL ENTERTAINMENT, INC. (OFFICE OF PUBLICATION: 417 5th Avenue, New York, NY 10016. PERIODICALS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. © 2008 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, places, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. \$2.99 per copy in the U.S. and \$3.50 in Canada (GST #R127020825) in the direct market and \$3.99 per copy in the U.S. and \$3.99 in Canada (GST #R127020825) through the newsstand. Canadian Agreement #8064537. Printed in the U.S.A. Subscription rate (U.S. dollars for 12 issues: U.S. \$27.00; Canada \$37.00; Foreign \$39.00). POSTMASTER: SEND ALL ADDRESS CHANGES TO IRON MAN, DIRECTOR OF S.H.I.E.L.D., C/O MARVEL SUBSCRIPTION DEPT., P.O. BOX 110, NEWBURGH, NY 12556. TELEPHONE: (800) 271-9132. FAX: (845) 452-5229. wheretogetyourmarvelbooks.com. ALSO FIND: C/O Marvel Toys & Publishing Division and C/O Marvel Characters, Inc. (C/O Marvel). CVP of Publishing Sales & Circulation: (845) 800-0447. CVP of Business Affairs & Talent Management: MICHAEL RASCHLEIGH. VP Merchandising & Communications: JIM OKIFFE. VP of Operations & Logistics: DAN CARR. Executive Director of Publishing Technology: JUSTIN F. GABRIEL. Director of Editorial Operations: SUSAN GRESH. Editorial Operations Manager: OMAR OTIEMU. Production Manager: STAN LEE. Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Mitch Davis, Advertising Director, at mitchd@marvel.com. For Marvel subscription inquiries, please call 800-271-9132.

"For what they've done, they will have to pay the ultimate price." – Ultimatum, November 2008

EARTH ORBIT.

CHOOM

VOOOOSH

WAR MACHINE

WEAPON OF S.H.I.E.L.D. PART 2

CHRISTOS NAGE WRITER

SEAN CHEN PENCILER

SANDU FLOREA INKER

JAY DAVID RAMOS COLORIST

VC'S JOE CARAMAGNA LETTERER

ADI GRANOV COVER ARTIST

LAUREN HERRY ASST. EDITOR

BILL ROSEMANN EDITOR

JOE VUESADA EDITOR IN CHIEF

DAN BUCKLEY PUBLISHER



SHREEE



SYSTEMS
CHECK! SUZI,
THE SHIELDS--



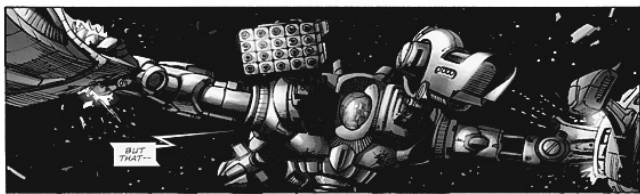
HOLDING
FOR NOW! BUT
JIM, WE HAVE
A PROBLEM!



"THE SKRULLS ARE DIVERTING
ALL POWER TO THEIR
SHIELDS WHILE THEY MOVE
INTO FORMATION. I THINK
THEY'RE PLANNING TO HIT
US ALL AT ONCE."

"WE CAN'T HANDLE THAT
MUCH FIRE, RHODEY. NOT
EVEN WITH THIS ENTIRE
SATELLITE AUGMENTING
YOUR ARMOR. THEY'LL
BLOW US TO PIECES!"

SURE... IF I
SIT HERE AND
LET THEM.





GRAYS FERRY,
PHILADELPHIA.
YEARS AGO.



AWW,
DOES THAT
HURTS GOOD
YOU EVER CROSS
THE PARK AGAIN
AND YOU'LL GET
IT TEN TIMES
WORSE!



YEARS
LATER.

THINK YOU'RE TOO GOOD
FOR US, HUM, RHODES?
DON'T NEED A SET,
DON'T NEED FRIENDS?
AIGHT, THAT'S
COOL.



BUT
SINCE YOU'RE
SO FOND'A SCHOOL,
I'M GONNA
EDUCATE YOU
A LITTLE.

YOU AIN'T
WITH US, THAT
DON'T JUST MEAN
YOU'RE AGAINST
US...



...IT MEANS
YOU'RE
ALONE.

AND
ALONE, YOU
AIN'T NEVER
GONNA MAKE
IT IN THIS
WORLD.





A black and white comic book illustration depicting a chaotic battle in space. A large, heavily armored robot with a cylindrical torso and multiple limbs is the central figure. It has a speech bubble above its head that says "HELL NO!". The robot is firing two powerful, bright white energy beams from its arms. In the lower-left foreground, a smaller, more agile robot with a helmet and multiple eyes is also firing a beam. The background is filled with explosions, smoke, and debris, suggesting a large-scale conflict. The overall style is detailed and dramatic, typical of classic comic book art.

HELL
NO!

SHRAK-A-KOOOM



LAST ONE'S
ESCAPING. I
TAGGED HIM,
BUT--

HIS COMMS
ARE DOWN, SO HE
CAN'T CALL FOR HELP.
BUT HIS ENGINES ARE
FUNCTIONING, AND HE'S MORE
MANEUVERABLE THAN WE ARE.



I DON'T LIKE
LOOSE ENDS. I
LIKE 'EM EVEN LESS
WHEN THEY CRASH
ON CIVILIANS.

GONNA HAVE
TO FINISH THIS
OLD SCHOOL.

AUTO-REPAIR
FIXED THE DAMAGE
TO YOUR ARMOR WHILE
YOU WERE LOCKED IN.
AND YOU'RE FULLY
POWERED UP.

THIS SATELLITE
GETS BETTER EVERY
MINUTE. TOO BAD IT'S
NOT ATMOSPHERE-
WORTHY.

I REACTIVATED THE CLOAKING
SYSTEM AND MOVED US
FROM GEOSYNCHRONOUS
TO A MOLNIYA ORBIT. THE
STATION SHOULD BE
SAFE FROM FURTHER
ATTACKS.



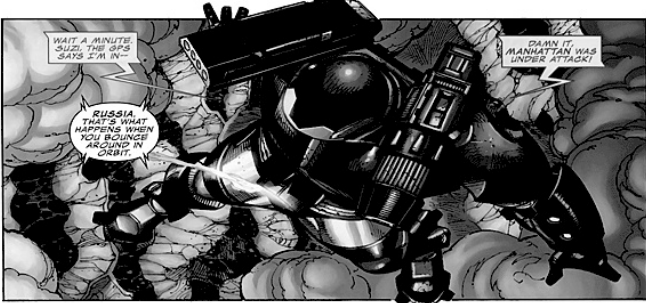
GOOD. I'M
GOING AFTER OUR
RABBIT. GIVE ME A
GLOBAL SITREP.



I WANT TO
KNOW HOW BAD
THINGS ARE.

TRANSMITTING.
AND RHODEY.
BRACE
YOURSELF.





WAIT A MINUTE,
SUZI. THE GPS
SAYS I'M IN--

RUSSIA.
THAT'S WHAT
HAPPENS WHEN
YOU BOUNCE
AROUND IN
ORBIT.

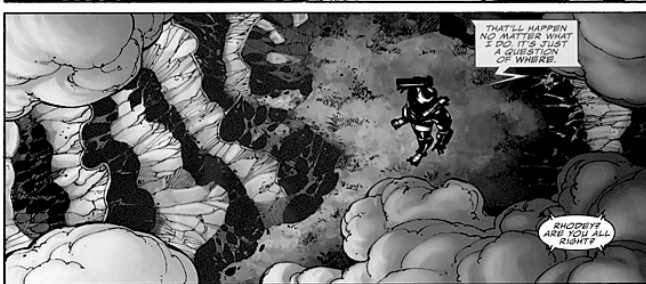
DAMN IT,
MANHATTAN WAS
UNDER ATTACK!



LOTS OF
PLACES ARE.
THE CLOSEST ACTION
TO YOU IS AT TATISCHEVO--
A NUCLEAR WEAPONS DEPOT.
RUSSIA'S HOMEGROWN
HEROES, THE WINTER
GUARD, ARE ON SCENE...
BUT THEY'RE
OVERWHELMED.

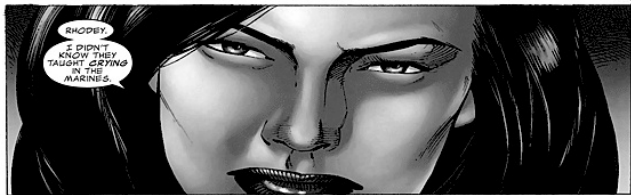
SORTING BY
PROXIMITY AND
URGENCY, THE NEXT
MOST VIABLE TARGETS
ARE WAKANDA AND TOKYO.
I UNDERSTAND YOU
WANTING TO HELP
OUT IN THE
STATES...

BUT WHO
KNOWS WHAT
COULD HAPPEN
IN THE TIME IT TAKES
YOU TO GET THERE?
HOW MANY PEOPLE
MIGHT DIE?



THAT'LL HAPPEN
NO MATTER WHAT
I DO. IT'S JUST
A QUESTION
OF WHERE.

RHODEY?
ARE YOU ALL
RIGHT?



«DARKSTAR!
I CAN'T REACH
THE SHIPS. CAN
YOU--?»

«I'M TRYING,
BUT HE'S TOO
STRONG!»

«OUR
PILOTS ARE BEING
MASSACRED!»

CRIMSON
DYNAMO

DARKSTAR

RED
GUARDIAN

URSA MAJOR

TATISCHEVO,
RUSSIA







FINE.

YOU WANT TO PLAY
IT LIKE THAT, I'LL
GO HELP THE
BLACK PANTHER.

JIM, THE
RUSSIANS
ARE LOSING. IF
THE SKRULLS
SEIZE THOSE
MISSILES--

I KNOW, BUT IF THE
WINTER GUARD'S
FIGHTING ME INSTEAD
OF THE ENEMY, THINGS
GET EVEN WORSE.

THE CRIMSON
DYNAMO WAS
ACTING ON ORDERS.
IT WASN'T HIS
CHOICE.

MAIGHT AS WELL
HAVE BEEN. THEIR
BRASS WANTS THEM
HANDLING THIS ALONE.
LIKE IT OR NOT,
THAT MEANS THEY'RE



...ALONE...



HELL
WITH IT.





GIVE ME
A MOMENT
WAR MACHINE
AND I WILL--



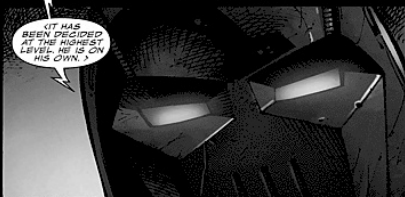
(NO!)

(WE HAVE
ORDERS--SUPPORT
OUR AIRCRAFT AND
INFANTRYMEN. WAR
MACHINE IS TO
RECEIVE NO AID
WHATSOEVER.)

(BUT
THEY'LL KILL
HIM! HE CAME
HERE TO HELP--?)



(HE CAME
HERE WITHOUT
CLEARANCE.
VIOLATED OUR
BORDERS.)



(IT HAS
BEEN DECIDED
AT THE HIGHEST
LEVEL. HE IS ON
HIS OWN.)





COME ON! WHAT
YOU THOUGHT I'D
GO DOWN EASY?

KA-CHUNK

KA-CHUNK

KA-CHUNK

BOOM!

NOT A CHANGE,
YOU BEST BELIEVE
I'M GONNA TAKE
AS MANY OF YOU
WITH ME AS I--



BOOM!

—GUMMI!



IS THAT...
ALL YOU
GOT? P

—IS
THAT—

—ALL—

ALSO HE
SAYS!

HE
SAYS!

NOPE...

SCIENTIST HE
SAYS CLARIFY
IT.

SCIENTIST
SAYS REPLY--
NO CLEAR DELINEATION
WHERE THE MAN ENDS
AND THE MACHINE
BEGINS.

TRANSLATOR ENGAGED.

NOT TO
WORRY. BIOLOGICAL
FUNCTION IS DEPENDENT
ON THE SUIT OF
ARMOR.

ALL WE
NEED DO IS
REMOVE IT...



...AND THE
HUMAN WILL
BE DEAD IN
MOMENTS.

THEN WE
CAN DISSECT
HIM AT OUR
LEISURE.

TO BE CONCLUDED!

Megan



MINUTEMEN

Scans by Zone